


**First Horizon National Corporation**

FHN NYSE

Banks Market Capitalization USD: **\$1,570.58 mm****CONCERN LEVEL: LOW**

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: D. Bryan Jordan**Age: 50****CEO Since: 2008**

	2009	2010	2011
Base Salary	\$830,769	\$2,266,667	\$800,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$339,041	\$0	\$864,000
Benefits and Perquisites	\$33,683	\$36,582	\$61,229
TOTAL ANNUAL COMPENSATION	\$1,203,493	\$2,303,249	\$1,725,229
Increase in Post-Retirement Benefits	\$107,835	\$136,688	\$172,402
Stock Option Awards	\$0	\$0	\$1,020,014
Stock Awards	\$3,787,500	\$1,133,333	\$1,184,730
TOTAL COMPENSATION	\$5,098,828	\$3,573,270	\$4,102,375
Median of Other Named Executive Officers Total Compensation	\$2,684,506	\$3,038,663	\$4,237,472
Value Realized on Exercise of Stock Option	\$0	\$0	\$0
Value Realized on Vesting of Stock	\$0	\$0	\$0
TOTAL REALIZED EQUITY COMPENSATION	\$0	\$0	\$0

Proxy Date: 12 Mar 2012

Annual Meeting Date: 17 Apr 2012

Equity Reserves: 8.78%

Stock Option Run Rate: 0.13%

First Horizon National Corporation

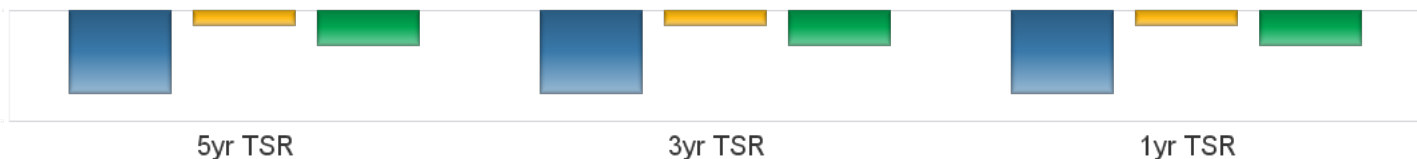
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ FHN



Peer Comparisons (TRBC) =Banks

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
FHN	First Horizon National Corporation	\$5,098,828	\$3,573,270	\$4,102,375	\$1,570,582,245
PBCT	People's United Financial, Inc.	\$4,036,842	\$2,877,203	\$3,750,051	\$4,292,148,130
RF	Regions Financial Corporation	\$9,668,729	\$5,115,796		\$4,191,797,340
HBAN	Huntington Bancshares Incorporated	\$1,968,566	\$4,932,472	\$6,445,710	\$4,148,957,126
CMA	Comerica Incorporated	\$4,266,395	\$8,845,449		\$4,060,583,010
BOKF	BOK Financial Corporation	\$8,618,099	\$6,663,222		\$3,245,859,202
CBSH	Commerce Bancshares, Inc.	\$2,495,074	\$2,812,892	\$3,919,376	\$3,018,128,406

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Associated Banc-Corp, Commerce Bancshares Inc., M&T Bank Corp., TCF Financial Corp., BOK Financial Corp., Cullen/Frost Bankers Inc., Marshall & Ilsley Corp., Webster Financial Corp., City National Corp., First Niagara Financial Group, People's United Financial, Zions Bancorporation, Comerica Inc., Huntington Bancshares, Synovus Financial Corp.

Performance Peer Group

Associated Banc-Corp, Commerce Bancshares Inc., M&T Bank Corp., TCF Financial Corp., BOK Financial Corp., Cullen/Frost Bankers Inc., Marshall & Ilsley Corp., Webster Financial Corp., City National Corp., First Niagara Financial Group, People's United Financial, Zions Bancorporation, Comerica Inc., Huntington Bancshares, Synovus Financial Corp.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Colin V. Reed	Chairman	64	Male	6	Outside
James A. Haslam	Member	58	Male	16	Outside Related
John C. Compton	Member	50	Male	1	Outside
Mark A. Emkes	Member	59	Male	4	Outside
R. Brad Martin	Member	60	Male	18	Outside Related

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